



DJJ Transportation Services, Inc.

*a subsidiary of*

The David J. Joseph Company

October 2, 1998

RECORDATION NO. 21701 FILED

OCT 7 '98

1-33 PM

Mr. Vernon Williams  
Recordations Unit  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, DC 20423-001

Dear Mr. Williams:

Enclosed is an original and one copy of the Memorandum of Railroad Equipment Lease dated as of August 27, 1998 between the following parties:

Lessee: Steelton & Highspire Railroad Company  
1170 Eighth Avenue  
Bethlehem, PA 18018


Lessor: The David J. Joseph Company  
300 Pike Street  
Cincinnati, OH 45202

Please see Exhibit A as set forth in the document for the Equipment involved in this transaction.

Please file this agreement as a primary document. The \$26.00 fee is included in the check number 446685.

Sincerely,

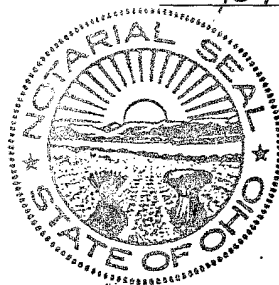
THE DAVID J. JOSEPH COMPANY

  
Shelley B. Bacon  
Contract Assistant

Enclosures

**CERTIFICATE**

The undersigned, Shelley B. Bacon notary public in and for the County of Hamilton, State of Ohio, hereby certifies that the copy of the document attached hereto has been compared with the original and that the undersigned has found the copy to be complete and identical in all respects to the original document.



Shelley B. Bacon  
Notary Public

SHELLEY B. BACON  
Notary Public, State of Ohio  
My Commission Expires July 22, 2002

MEMORANDUM OF  
RAILROAD EQUIPMENT LEASE AGREEMENT

OCT 7 '98

1-33 PM

This MEMORANDUM OF RAILROAD EQUIPMENT LEASE ("Memorandum of Lease") entered into this 27<sup>th</sup> day of August, 1998, is intended to evidence the Railroad Equipment Lease dated as of August 27, 1998 (the "Lease"), between DJJ TRANSPORTATION SERVICES, INC., a Delaware corporation ("Lessor"), and STEELTON & HIGHSPIRE RAILROAD COMPANY, a Pennsylvania corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the twenty-five (25) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

DJJ TRANSPORTATION SERVICES, INC.

STEELTON & HIGHSPIRE RAILROAD  
COMPANYBy: Name: James H. GoetzTitle: Vice PresidentDate: August 27, 1998By: Name: J. MICHAEL ZARTitle: PRESIDENTDate: 9/10/98

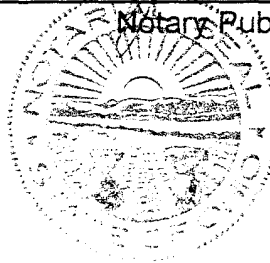
STATE OF OHIO                    )  
  ) SS:  
COUNTY OF HAMILTON        )

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of August, 1998, by James H. Goetz, the Vice President of DJJ Transportation Services, Inc., a Delaware corporation, on behalf of the corporation.

My Commission expires:

July 22, 2002

Shelley B. Bacon  
Notary Public



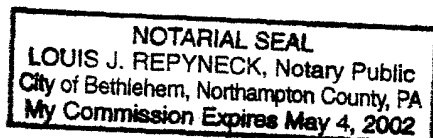
SHELLEY B. BACON  
Notary Public, State of Ohio  
My Commission Expires July 22, 2002

STATE OF PENNSYLVANIA        )  
  ) SS:  
COUNTY OF NORTHAMPTON    )

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of SEPTEMBER, 1998, by J. MICHAEL ZAIA, the PRESIDENT of Steelton & Highspire Railroad Company, a Pennsylvania corporation, on behalf of the corporation.

Louis J. Repyneck  
Notary Public

My Commission expires:



## **EXHIBIT A**

To the Memorandum of Lease dated August 27, 1998, between DJJ Transportation Services, Inc. and Steelton & Highspire Railroad Company.

### **DESCRIPTION OF UNITS**

Twenty-five (25) railcars bearing reporting marks and numbers as follows:

SH 6150 - 6174, inclusive